

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED REGULAR MEETING OF CENTERRA METROPOLITAN DISTRICT NOS. 1-5

HELD
June 15, 2023

The Boards of Directors of Centerra Metropolitan District Nos. 1-5 held a coordinated regular meeting, open to the public, via MS Teams at 1:00 p.m., Thursday, June 15, 2023.

ATTENDANCE

Directors in Attendance:

Kim Perry, President
David Spaeth, Vice President
Tim DePeder, Assistant Secretary & Assistant Treasurer
Josh Kane, Treasurer/Assistant Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Jim Niemczyk, Jeff Breidenbach, Amanda Dwight, and Mike McBride;
McWhinney
Jason Newsome; Civitas Resources.
Sarah Bromley, Bryan Newby, Jordan Wood, Casey Milligan, Dillon
Gamber, and Brendan Campbell; Pinnacle Consulting Group, Inc.

CALL MEETING TO
ORDER

The Coordinated Regular meeting was convened at 1:04 p.m. by Director Perry, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

COMBINED
MEETING

The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Centerra Metropolitan District No. 1, with concurrence by the Centerra Metropolitan Districts Nos. 2, 3, 4, and 5.

CONFLICT OF
INTEREST
DISCLOSURE

Alan Pogue, legal counsel, stated that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's Office, disclosing potential conflicts as all Board Members are employees of McWhinney Real Estate Services, Inc., which is associated with the primary landowners and developer within the Districts. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the

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fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

APPROVAL OF
AGENDA

The Boards considered the agenda. Ms. Bromley and Director Perry requested amendments to the agenda. Upon motion duly made by Director Spaeth, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to approve the agenda, as amended to remove the following item:

IV. C. 4. Consider Approval of Work Order 2023-01 with MRES for District Project Management Services (\$TBD).

FURTHER RESOLVED to move item IV. Capital Infrastructure Items to before item III. District Manager Items.

PUBLIC COMMENT

There were no comments made by members of the public.

DIRECTOR
COMMENTS

There were no comments made by the Directors of the Board.

CONSENT AGENDA

The Boards considered the following items on the consent agenda:

- A. Approval of Minutes – May 16, 2023, Special Meeting Minutes and May 18, 2023, Regular Meeting Minutes.
- B. Ratification of Payables.
- C. Review and Consider unaudited Financial Statements for the period ending April 30, 2023.
- D. Ratification of Contract Modifications.

Upon motion duly made by Director DePeder, seconded by Director Spaeth, and, upon vote, it was unanimously

RESOLVED to approve all items on the consent agenda, as presented.

DISTRICT MANAGER
ITEMS

District Manager’s Report: Ms. Bromley presented the District Manager’s Report to the Boards and answered questions.

Monthly Operations Update: Mr. Gamber presented the monthly Operations Update to the Boards and answered questions.

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CAPITAL
INFRASTRUCTURE
ITEMS

District Capital Infrastructure Report and Project Manager Update: Mr. Milligan and Mr. McBride reviewed the District Capital Infrastructure Report and provided a District Project Manager update to the Boards and answered questions.

Capital Fund Summary and Capital Needs Assessment Review: Mr. Milligan, Mr. Niemczyk, and Mr. Breidenbach reviewed the Capital Fund Summary and Capital Needs Assessment with the Boards and answered questions.

Kendall Parkway Underpass/Bus Stop Enhancements (CFS #13): Mr. Milligan, Mr. Newsome, and Mr. Breidenbach presented to the Boards the Bid Summary Memorandum for the Kendall Parkway Underpass/Bus Stop Enhancements Phase 1. It was the recommendation to award the contract to J-2 Contracting for the Kendall Parkway Underpass Bus Station Enhancements Phase 1 as the most qualified bidder and approving a construction contract in the amount of \$2,075,411.09. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Kane, and upon vote, unanimously carried it was

RESOLVED to award the contract to J-2 Contracting for the Kendall Parkway Underpass Bus Station Enhancements Phase in the amount of \$2,075,411.09

Amended Project Budget: Mr. Milligan presented to the Boards the request to amend the Amended Project Budget in the amount of \$3,170,126.00 and answered questions. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director DePeder, and upon vote, unanimously carried it was

RESOLVED to approve the Amended Project Budget in the amount of \$3,170,126.00, as presented.

FINANCIAL ITEMS

Finance Manager's Report: Mr. Campbell provided an update to the Boards and answered questions.

LEGAL ITEMS

Resolution Regarding District Facilities, and in connection therewith, Rules for Use of Park Facilities, Application for First Amendment Demonstration Permit, and Event License Agreement: Mr. Pogue presented to the Boards the Resolution Regarding District Facilities, and in connection therewith, Rules for Use of Park Facilities, Application for First Amendment Demonstration Permit, and Event License Agreement and answered questions. Following

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review and discussion, upon a motion duly made by Director Kane, seconded by Director DePeder, and upon vote, unanimously carried it was

RESOLVED to approve the Resolution Regarding District Facilities, and in connection therewith, Rules for Use of Park Facilities, Application for First Amendment Demonstration Permit, and Event License Agreement with additional direction from District Management and Legal to make modifications based on updated research on local open and concealed carry ordinances.

CDOT I-25 Improvements and Hwy 34 Interchange Landscape Improvements Update and Approval of CDOT I-25 Improvements and Hwy 34 Interchange Landscape Improvements Change Order: It was the consensus of the Boards to table this agenda item until the July 20, 2023 Regular Board Meeting.

ITEMS FROM DIRECTORS

There were no Items from Directors brought before the Boards.

OTHER MATTERS

There were no Other Matters brought before the Boards.

EXECUTIVE SESSION

Executive session, pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel related to specific legal questions.

Mr. Pogue advised the Boards that it was permitted, upon compliance with requisite statutory procedures under the Colorado Open Meetings Law, for the Boards to convene an executive session, pursuant to § 24-6-402(4)(6), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to convene an Executive Session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions.

It is the 16th day of June 2023, and the time is 1:43 P.M. For the record, I, Kim Perry, am the presiding officer. This session is subject to the attorney client privilege and therefore, pursuant to the Open Meetings Law, is not being recorded. Also present at this Executive Session are Director Kane, Director Spaeth, and Director DePeder; Legal Counsel, Alan Pogue; Pinnacle Consulting Group Representatives Brendan Campbell and Sarah Bromley; McWhinney Constituents Jeff Breidenbach and Jim Niemczyk.

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This is an Executive Session for the following purpose: Receiving legal advice from general counsel related to specific legal questions.

The Executive Session was adjourned at 2:21 P.M. All participants were in the Executive Session at adjournment. No action was taken in the Executive Session.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 2:21 P.M.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully Submitted,

DocuSigned by:
Jordan Wood

Jordan Wood, Secretary for the Meeting